

**Co-operative Federation of Victoria Ltd  
Minutes Board Meeting 26 June 2001**

## **Co-operative Federation of Victoria Ltd**

Minutes of Board of Directors meeting held at Devenish Hotel Co-operative Ltd, Devenish, 26 June 2001 at 11.00 a.m.

Present: D. Griffiths (Chair), Peter Jamieson, N.Black, T. O'Shea and G. Charles (Executive Officer)

Apologies: Chris Greenwood and John Luckman

The Chairman noted that a quorum was not present, that the meeting would proceed in committee and the minutes and decisions circulated to directors for ratification.

### **Board Minutes**

**Resolved that the minutes of the board meeting held on 14 May 2001 be confirmed as a true and accurate record of that meeting and duly signed by the Chair.**

#### **The Co-operative Difference: Developing Directors of Co-operatives**

**MOU** – the Executive Officer reported that the MOU had been referred to Nigel Hill for legal advice last week and he had reported that there were no difficulties.

**Resolved to sign the MOU with AL CC Limited with the addition of an initial three month trial period that allowed either party to opt out at the end of the first three months without prejudice.**

**Workshops.** The Executive Officer reported that four workshops were being organised:

10 July Avoca  
11 July Warrnambool  
16 July Wangaratta  
17 July Maffra

The Executive Officer noted that in consultation with the Chairman a minimum enrolment of 10 paying individuals had been established for each workshop.

Tony O'Shea reported on his work in Avoca encouraging workshop participation and reported he was hopeful of the following registrations – 6 (Avoca Co-

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operative Society Ltd), 7 (Pyrenees Hay Processing Co-op) and 1 or 2 (Pyrenees Store Co-op). He was congratulated on his work.

**It was agreed that the Executive Officer should prepare a budget for each workshop.**

**Brochure** The Chairman reported that the four color brochure should be ready this week.

**UDV** It was noted that the Executive Officer would be meeting with Heather Waddell, of the UDV, on 9 July 2001 to discuss the possibility of a joint co-operative education initiative.

**Murray Goulburn.** It was noted that the Executive Officer would be meeting with the Ian Macaulay, Chairman of Murray Goulburn Co-operative Co Ltd, at a time and date to be determined to discuss the possibility of a joint co-operative education initiative.

### **Rules**

The Executive Officer reported that Nigel Hill was preparing a rule change to reduce the board from nine to six directors including an independent director.

Tony O'Shea suggested that the Rules should also include provision for Deputy Directors. He also provided the Executive Officer with suggested additional changes to the Rules.

The relevant section from the Co-operatives Act 1996 regarding Deputy Directors follows:

**217. Deputy directors**

- (1) In the absence of a director from a meeting of the board, a person appointed by the board in accordance with the rules of the co-operative concerned to act as a deputy for that director may act in the place of that director.
- (2) The rules of the co-operative may include provisions regulating the term of office, vacation of or removal from office, and remuneration of a deputy.

There was a brief discussion as to whether the Rule changes would be dealt with at an AGM or a SGM.

It was agreed to discuss the Rule changes at the next meeting.

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**Marketing the Co-operative Advantage Seminar**

The Executive Officer reported a loss of about \$1000. He said that only \$270 remained to be collected in registration fees.

The Chairman noted that a budget should have been prepared for the workshop.

**Web Site**

The Chairman reported that the web site was almost ready but that the sections on list of members, membership information and Rules had to be checked.

He reported that since the last meeting the following had been added to the web site:

CFV history

Letters to newspapers/magazines

MACC key dates

YCW Co-operative Movement key dates

Co-operative Development Program history

It was noted that future changes to CFV letterhead should incorporate the web site address.

**Agribusiness Seminar**

There was a brief discussion on the co-operative tour as part of the agribusiness seminar and it was suggested that including a visit to Warrnambool co-operatives involved too much travel for one day.

It was agreed that the Executive Officer would discuss the co-operative tour further with N. Black and Lawrie Dooley.

**Finance**

**Resolved that the Statement of Receipts & Payments for the period 1/7/2000 – 31/5/2001 be received.**

**Resolved that the Accounts for payment be approved.**

The Executive Officer said that he had initiated the proposal for his vacating the position of Secretary and the appointment of a Secretary separate from the position of Executive Officer to allow him to focus on co-operative development work.

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**Resolved that the Budget for 1/7/2001 – 30/6/2002 be adopted.**

A copy of the Budget adopted is attached.

**Resolved that David Griffiths be appointed Secretary with a honorarium of \$5000 per annum.**

The Chairman abstained from voting on this resolution.

**New Members**

**Resolved to accept the following new members for membership and allocate shares accordingly:  
Southern Agricultural Producers Co-op Ltd**

**Resolved that Phillip Ruge be appointed a delegate for Southern Agricultural Producers Co-op Ltd**

The Executive Officer reported that he had received a membership query from the Brophy Family Services at Warrnambool and Tony O'Shea reported that he had encouraged the Pyrenees Hay Processing Co-operative and the Pyrenees Store Co-operative to seek membership.

**Correspondence**

The Executive Officer tabled a list of correspondence.

It was noted that the meeting with Co-operative Development Services Ltd had not occurred. Tony O'Shea offered to contact CDS directly and his offer was welcomed by the board.

**It was agreed that Tony O'Shea would contact CDS to ascertain whether directors from the co-operative wanted to meet with the CFV sub-committee of directors.**

**Resolved to note the correspondence tabled.**

**Co-op Start Up Manual**

The Executive Officer was congratulated on the Co-op Start Up Manual.

**It was agreed that member co-operatives would be provided with a free copy of the Manual on request and that a letter would be sent to member co-operatives advising that the Manual was available and copies would be**

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**provided on request and that an order form would be included for the purchasing of additional copies.**

**Member Benefit Brochure**

The Member Benefit brochure circulated was discussed and options considered e.g. a small brochure, reference to further information on the web site, testimonials from member co-operatives and the distribution options for a hard copy version. There was no criticism of the content and design of the brochure.

**It was agreed that the Chairman would prepare a report for the next meeting.**

**CBAV Application**

**It was agreed the Executive Officer would negotiate with CBAV for funding the following initiatives in 2001-02:**

- 1. VCN \$4500**
- 2. Co-opDoc \$8000**
- 3. Networked Education \$9000**
- 4. Member Management \$5000**
- 5. Secretary Manual \$5000**

It was noted that the Executive Officer would contact the CBAV before the end of June to initiate the 2001-2 funding process.

**Strategic Plan**

**It was agreed that the review of the 1998-200 plan and the proposed 2001-03 plan would be discussed at the next meeting.**

**CFV Director Manual**

There was a brief discussion on the CFV Director Manual. The Chairman reported that the CFV Director Manual should include key CFV documents for directors.

It was noted that the Manual should be included in a hard bound folder.

**It was agreed that a CFV Director Manual was necessary.**

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**Dairy Industry**

N.Black asked whether the CFV could attempt to intervene again in the debate on the dairy industry and it was agreed that Niel would initially discuss this with Chris Greenwood.

**Advocacy**

Peter Jamieson queried the potential for increasing the co-operative advocacy role.

**It was agreed that the Chairman would prepare a report on the CFV's co-operative advocacy over the last two years.**

**AGM**

There was a brief discussion on this year's AGM e.g. a different venue and an entertaining speaker.

**It was agreed that the Executive Officer would query with the Murray Goulburn Chairman the possibility of the next AGM at Murray Goulburn.**

NEXT MEETING: 11.00 a.m. – 2.30 p.m. 6 August 2001 at CPS

Prepared and checked by Chairman and Executive Officer: 26 and 27 June 2001  
Mailed/emailed: 28 June 2001

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**Notes accompanying Budget 2001/2002**

1.  
Membership Subscriptions. Based on this years actual subscription receipts, plus 10% for discounts offered this year.  
N.B. It should be noted that 6 members contribute 60% of projected subscriptions.
2.  
Sales of Kits and Workshop fees. Developing Directors Kit sales \$9000, is based on selling 40 kits via the 4 introductory workshops, netting \$4000 and an additional 50 during the year @ \$100 netting \$5000. Four member co-operatives have already agreed to host workshops at Avoca, Maffra, Wangaratta and Warrnambool. Advance orders have already been received for x kits netting \$  
3  
Co-op Start-up Kit sales \$3,750 is based on sales of 50 kits @ \$75, netting \$3,750.  
Ten Kits have already been ordered netting \$750
- 4  
It is assumed that the grant for 2001-02 will be similar to the grant for 200-01
- 5  
A grant is being sought for the development of additional case studies for the web site.
- 6  
It is assumed that the numbers eligible for the RF subsidy in 2001 will be similar to the number in 2000.
- 7  
This is a new initiative originally proposed by Dr. Lawrie Dooley.
- 8  
This could include donations and sale of other books.
- 9  
**Expenditure generally. These figures are based on current year's figures. They do not include costs associated with production and distribution of VCN, nor do they include expenditure associated with the Developing Directors Kit or the Co-op Start-up Kit that have been funded via external sources.**
- 10.

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This provides for such items as underwriting Board members attending Federation events e.g. Annual Dinner, Seminars. Nor does it allow for hosting guests or members. This sort of expenditure is standard expenditure for most "peak" organisations.

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Secretary's honorarium and Executive Officer salary. The EO's salary is based on a 2 day working week at \$20 per hour = \$300 p.w. or \$15,000 p.a. For some time now the Chairman has been assisting the EO by preparing Board meeting Agenda, Minutes, and Action Lists. These tasks are time consuming and it would be in the best interest of the Federation if the EO was able to continue to concentrate on his role as Executive Officer (albeit for 2 days per week), focusing on the promotion of the two newly developed kits, co-operative education e.g. UDV, Member liaison and relations, developing strategic alliances e.g. Jardines Insurance Brokers, and Active Learning & Communication Co-op., Seminars and other networking opportunities for members, and Financial matters. My recommendation is that the Board consider appointing one of its members to the position of Secretary and that person be paid an honorarium of \$5000.

**Budget adopted at CFV board meeting 26 June 2001**